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Attorneys for Defendants
LSI Corporation and
Agere Systems Inc.

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

BARNES & NOBLE, INC. and
BARNESANDNOBLE.COM LLC,

Plaintiffs,

v.

LSI CORPORATION and
AGERE SYSTEMS INC.,

Defendants.

Case No. 11-cv-02709 EMC

**JOINT STIPULATION AND
[PROPOSED] ORDER SUBSTITUTING
AGERE SYSTEMS LLC FOR AGERE
SYSTEMS INC. AS DEFENDANT AND
COUNTERCLAIMANT PURSUANT TO
FED. R. CIV. P. 25(C)**

Trial Date: None set

Pursuant to Local Rule 7-12, Plaintiffs Barnes & Noble, Inc. and barnesandnoble.com llc
and Defendants LSI Corporation and Agere Systems Inc. (collectively, the "Parties"), by and
through their respective counsel of record, stipulate as recited below.

WHEREAS, on July 24, 2012, Agere Systems Inc. executed and filed with the Secretary

STIPULATION SUBSTITUTING AGERE
SYSTEMS LLC FOR AGERE SYSTEMS
INC.

CASE NO.: 11-CV-02709 EMC

of State of the State of Delaware a Certificate of Conversion, pursuant to which Agere Systems Inc. was converted from a corporation to a limited liability company and changed its name to Agere Systems LLC;

And WHEREAS, Agere Systems LLC has become the real party in interest instead of Agere Systems, Inc. in this litigation;

THE PARTIES HEREBY STIPULATE THAT, in view of the foregoing, pursuant to Fed. R. Civ. P. 25(c), Agere Systems LLC shall be substituted for Defendant and Counterclaimant Agere Systems Inc. in the above captioned action.

Dated: September 6, 2012

FENWICK & WEST LLP

By: /s/ Ravi Ranganath

Ravi Ranganath
Attorneys for Defendants
LSI Corporation, Agere Systems Inc.

Dated: September 6, 2012

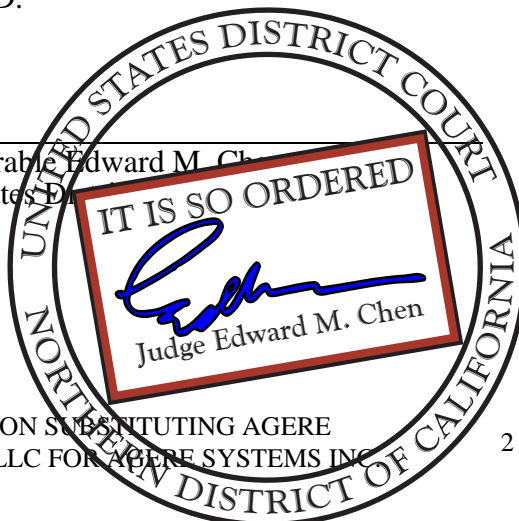
QUINN EMANUEL URQUHART &
SULLIVAN, LLP

By: /s/ Carl G. Anderson

Carl G. Anderson
Attorneys for Plaintiffs
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barnesandnoble.com llc

PURSUANT TO STIPULATION, IT IS SO ORDERED.

The Honorable Edward M. Chen
United States District Court



STIPULATION SUBSTITUTING AGERE
SYSTEMS LLC FOR AGERE SYSTEMS INC

ATTESTATION PURSUANT TO GENERAL ORDER 45

Pursuant to General Order No. 45, § X(B), regarding signatures, I attest under penalty of perjury that the concurrence in the filing of this document has been obtained from its signatories.

Dated: September 6, 2012

FENWICK & WEST LLP

By: /s/ Ravi Ranganath

Ravi Ranganath
Attorneys for Defendants
LSI Corporation and Agere Systems Inc.

FENWICK & WEST LLP
ATTORNEYS AT LAW
MOUNTAIN VIEW